UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC, ATLANTIC
RECORDING CORPORATION, CAPITOL
RECORDS, LLC, ELEKTRA ENTERTAINMENT
GROUP INC., LAFACE RECORDS LLC, SONY
MUSIC ENTERTAINMENT, UMG RECORDINGS,
INC., WARNER BROS. RECORDS INC.,
WARNER MUSIC GROUP CORP., and
ZOMBA RECORDING LLC,

      Plaintiffs,

      v.

VITA TKACH and DOES 1-10, D/B/A
GROOVESHARK.IO and GROOVESHARK.PW,

      Defendants.

CIVIL ACTION NO. 15-CV-03701

**SUPPLEMENTAL
DECLARATION OF
GIANNI P. SERVODIDIO IN
SUPPORT OF PLAINTIFFS'
APPLICATION FOR A
SUPPLEMENTAL ORDER
REQUIRING
CLOUDFLARE, INC. TO
COMPLY WITH THE
PENDING TEMPORARY
RESTRAINING ORDER**

I, Gianni P. Servodidio, declare as follows:

      1.   I am an attorney with the law firm of Jenner & Block LLP, and I represent the

Plaintiffs in this action. I submit this declaration in support of Plaintiffs' Application for a

Supplemental Order Requiring CloudFlare to Comply with the Pending Temporary Restraining

Order entered by this Court on May 13, 2015 (the "TRO"). The statements made in this

declaration are based on my personal knowledge or upon information provided to me by

personnel working under my supervision that I believe to be correct. True and correct copies of

all of the documents referred to in this declaration are appended hereto as indicated. If called to

testify as a witness, I would testify as follows:

100095.3

2.   Annexed hereto as Exhibit A is a printout from the CloudFlare website,

https://www.cloudflare.com/overview describing its services as including Content Delivery

Network (CDN), Domain Name System ("DNS") Management, Optimization, Security,

Analytics and Apps.

3.   Annexed hereto as Exhibit B is a printout from the CloudFlare support website,

https://support.cloudflare.com/hc/en-us/articles/200168656-What-is-DNS-, describing its DNS,

services as follows:

> DNS is the system at the core of the Internet that translates human-readable domain
> names (e.g., www.google.com) into computer-understood IP addresses (e.g.,
> 74.125.19.99)."

4.   Annexed hereto as Exhibit C is a printout from CloudFlare's website,

https://www.cloudflare.com/dns, stating that "CloudFlare runs one of the largest authoritative

DNS networks in the world".

5.   Annexed hereto as Exhibit D is a printout from CloudFlare's website,

https://www.cloudflare.com/features-cdn, where it describes its operation of a Content Delivery

Network ("CDN") as follows:

> CloudFlare operates out of 34 data centers around the world. Our CDN automatically
> caches your static files at our edge nodes so these files are stored closer to your visitors
> while delivering your dynamic content directly from your web server. . . . . The result is
> that your website, on average, loads twice as fast for your visitors regardless of where
> they are located.

> On average, a website on CloudFlare loads twice as fast for its visitors, sees 65% fewer
> requests and saves 60% of bandwidth. You'll be able to see the exact speed benefits and
> savings with your personalized analytics report for your site.

6.   Annexed hereto as Exhibit E is a copy of CloudFlare's Terms of Service

published on its website, https://www.cloudflare.com/terms, wherein it reserves its right to

"immediately terminate your CloudFlare account, any associated email address, and access to

CloudFlare.com and associated Services." *See* Section 14.

7.   Attached hereto as Exhibit F is a true and correct copy of *North Face Apparel Corp. v. Fujian Sharing Imp. & Exp. Ltd.*, No. 10-civ-1630 (AKH), slip op. (S.D.N.Y. June 24, 2011) (Dkt. No. 56).

8.   Attached hereto as Exhibit G is a true and correct copy of the June 13, 2011 Transcript of Oral Argument and Bench Ruling from *North Face Apparel Corp. v. Fujian Sharing Imp. & Exp. Ltd.*, No. 10-civ-1630 (AKH) (Dkt. No. 58).

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 29th day of May, 2015, at New York, New York.

                                                    /s/ Gianni P. Servodidio

                                                    Gianni P. Servodidio